

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)
RESIDENTIAL CAPITAL, LLC, *et al.*,) Case No. 12-12020 (MG)
Debtors.) Chapter 11
) Jointly Administered

NOTICE OF FILING OF (1) AMENDED EXHIBIT 16 (FINAL VERSION OF THE RMBS TRUST CLAIMS SCHEDULES TO THE PLAN), AND (2) ANNEX TO EXHIBIT 3 (REPRESENTATIVE SHARE SCHEDULES TO THE RMBS CLAIMS TRUST AGREEMENT), COMPRISING PLAN SUPPLEMENT TO THE CONFIRMED SECOND AMENDED JOINT CHAPTER 11 PLAN PROPOSED BY RESIDENTIAL CAPITAL, LLC, ET AL AND THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS

PLEASE TAKE NOTICE that on October 11, 2013, the Plan Proponents filed certain exhibits comprising the Plan Supplement to the Joint Chapter 11 Plan proposed by the Plan Proponents and then on file with the Bankruptcy Court (Docket No. 5342).

PLEASE TAKE FURTHER NOTICE that the Plan Supplement included Exhibit 3, consisting of the RMBS Claims Trust Agreement, and Exhibit 16, consisting of the then-updated RMBS Trust Claims Schedules.

PLEASE TAKE FURTHER NOTICE that on December 11, 2013, the Bankruptcy Court entered an Order confirming the Plan Proponents' Second Amended Joint Chapter 11 Plan, dated December 6, 2013, including the Plan Supplement (the "Plan") (Docket No. 6065-1).

PLEASE TAKE FURTHER NOTICE that on December 17, 2013, the Plan Proponents filed the execution version of the RMBS Claims Trust Agreement (Exhibit 3 to the Plan Supplement) (Docket No. 6136).

PLEASE TAKE FURTHER NOTICE that Article I of the RMBS Claims Trust Agreement directs that copies of the Representative Share Schedules (which defined term includes the information contemplated by the defined terms “QSF Representative Share” and “RMBS Representative Share”) annexed to that agreement be filed with the Bankruptcy Court.

PLEASE TAKE FURTHER NOTICE that Art. I. A. 268 of the Plan contemplates that the RMBS Trust Claims Schedules (Schedules 1-G, 1-R, 2-G, 2-R, 3-G, 3-R, 4-G and 4-R to the Plan and Exhibit 16 to the Plan Supplement) be updated as of the Effective Date.

PLEASE TAKE FURTHER NOTICE that the Plan’s Effective Date was December 17, 2013.

PLEASE TAKE FURTHER NOTICE that in accordance with the RMBS Claims Trust Agreement and Plan, respectively, the trustees for the RMBS Trusts hereby file the following documents:

- The Representative Share Schedules to the RMBS Claims Trust Agreement (attached hereto as Exhibit 1); and
- Amended Exhibit 16 to the Plan Supplement, consisting of the RMBS Claim Schedules, updated as of the Effective Date (attached hereto as Exhibit 2).

PLEASE TAKE FURTHER NOTICE that the undersigned continue to reserve the right to alter, amend, modify or supplement any document in the Plan Supplement as provided by the Plan or in accordance with their terms, as applicable.

PLEASE TAKE FURTHER NOTICE that copies of the Plan and the Plan Supplement can be viewed and obtained for a fee via PACER at www.pacer.gov or (without charge) on the Debtors' restructuring website at www.kccllc.net/rescap

Dated: March 31, 2014
New York, New York

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